

## SECURITY AGREEMENT SUPPLEMENT

NO. 1RECORDATION NO. 2257

Filed &amp; Recorded

JUL 2 1974

PM

Security Agreement Supplement ("this Supplement") dated as of <sup>INTERSTATE COMMERCE COMMISSION</sup> June 26, 1974 from TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation ("Company"), having its office at 26th and State Streets, Chicago Heights, Illinois 60411, to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association ("Bank"), having its office at 231 South LaSalle Street, Chicago, Ill. 60693

W I T N E S S E T H:

Company and Bank have executed and delivered a certain Security Agreement (Chattel Mortgage and Security Agreement) dated as of July 1, 1973 (which agreement, together with any amendments which have been made thereto, is hereinafter called the "Security Agreement") as security for certain loans made by Bank to Company under that certain Financing Agreement (and, if amended, all amendments thereto) dated as of July 1, 1973 (the "Credit Agreement") between Company and Bank.

The Security Agreement was filed and recorded with the Interstate Commerce Commission under Section 20c of the Interstate Commerce Act on November 30, 1973 as Document No. 7251.

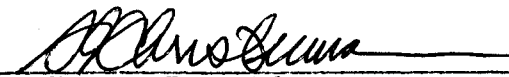
Company has assigned and granted to Bank under the Security Agreement a security interest in and to (i) certain equipment therein described, including the equipment described in Schedule I annexed hereto (the "Supplement Equipment") and (ii) certain leases therein described, including the leases of such Security Equipment described in Schedule II hereto (the "Supplement Leases").

NOW, THEREFORE, in consideration of the premises, Company does hereby agree as follows:

Company has, in and by the Security Agreement, mortgaged, transferred and assigned to Bank, and granted to Bank a security interest in and to the Supplement Equipment described in Schedule I annexed hereto and the Supplement Leases described in Schedule II hereto. This Supplement evidences and confirms the subjection of such Supplement Equipment and Supplement Equipment to the security interest created by the Security Agreement and secures the punctual payment of the principal of, and interest on the promissory notes of Company evidencing loans under the Financing Agreement and the performance and observance by Company of all of its agreements herein and in the Security Agreement and Financing Agreement contained. To the extent, if any, that the Security Agreement may not be effective in mortgaging and granting a security interest to Bank in such Supplement Equipment and such Supplement Leases, the Company does by this Supplement hereby mortgage, transfer, and assign to Bank, and grant unto Bank a security interest in, the Supplement Equipment described in Schedule I hereto and the Supplement Leases described in Schedule II hereto, all upon the terms set forth in the Security Agreement.


IN WITNESS WHEREOF, Company has, by its indicated officer thereunto duly authorized, caused this Security Agreement Supplement to be executed and delivered this 26th day of June, 1974.

TRANSPORTATION CORPORATION OF AMERICA

By   
Its / President - Finance  
Vice

STATE OF ILLINOIS)  
COUNTY OF COOK ) SS

On this 26th day of June, 1974, before me personally appeared S. D. CHRISTIANSON, to me personally known, who be- by me duly sworn, says that he is the President of TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

(Notarial Seal)

My Commission Expires: January 7, 1977

SCHEDULE II TO SECURITY AGREEMENT  
DESCRIPTION OF LEASES AT June 26, 1974

SEE	DATE OF LEASE	EXPIRATION DATE OF LEASE	TYPE OF LEASE O-Operating F-Financing	CAR NUMBERS (both inclusive)	NO. OF CARS	RENT PER CAR PER MONTH	COMPANY LEASE NO.	COMPANY RIDER NO.	IC FILING NUMBER & DATE
ley Drew & Northern	5/19/72	1978	O	AD&N 4632-4663	32	\$ 321.00	10472	1047204	6724D-5/25/7
"	"	1979	O	AD&N 4664-4667	4	321.00	10472	1047209	6724H-4/3/74
ho Forest Ind.	3/7/73	1988	O	HTCX 334-353	20	295.00	11073	1107303	6966B-9/13/7
"	"	1989	O	HTCX 403-412	10	295.00	11073	1107304	6966C-1/22/7
kane Moulding Corp.	3/14/73	1979	O	HTCX 354-356	3	315.00	11373	1137302	6967B-9/20/7
Regis Paper Co.	8/31/73	1979	O	HTCX 357-386	30	313.00	11573	1157301	7190-10/23/7
adian Forest Prod.	2/7/74	1979	O	TCAX 20000-20230	231	315.00	11673	Rider #1	7399-2/15/74
board Coast Line	9/10/73	1979	O	HTCX 387-391	5	315.00	11773	1177301	7189-10/23/7
perstown & Charlotte	10/10/73	1984	O	DH 28054-28055	2	305.00	11973	1197302	7266A-2/11/7
"	10/10/73	1984	O	CACV 1001-1004	4	305.00	11973	1197301	7266-12/7/73
land Oil	2/18/70	1989	O	HTCX 4700-4774	75	238.00	1969-10-6	1087202	5646D-2/11/7
ramento Valley Mldg	10/22/73	1989	O	HTCX 392-397	6	295.00	12073	1207301	7264-12/7/73
<u>Change in Reporting Marks and/or Numbers</u>									
rgia Pacific	8/11/72	1977	O	from NAP to WRWK	25	same	10972	1097204	6726C-4/12/7
perstown&Charlotte	10/10/73	1984	O	from CACV to DH 28070 thru 28075	6	same	11973	1197304	7266C-5/29/7
<u>Assignment to operate in International Service</u>									
ho Forest Industries	3/7/73	1989	O	HTCX 403-412	10	same	11073	1107304A	6966D-3/13/7

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SCHEDULE I TO SECURITY AGREEMENT  
DESCRIPTION OF RAILROAD CARS OWNED BY COMPANY AT JUNE 26, 1974

<u>PE CARS</u>	<u>SPECIFICATIONS</u>	<u>NO. OF CARS</u>	<u>LESSEE'S CAR NUMBERS (both inclusive)</u>	<u>UNIT BASE VALUE</u>	<u>TOTAL VALUE</u>	<u>DATE PUT INTO SERVICE</u>	<u>IC FILIN NUMBER</u>
all-Door	100-Ton	32	AD&N 4632-4663	\$ 27,800	\$ 889,600	Dec 1973	6724D-5/25,
all-Door	70-Ton	4	AD&N 4664-4667	26,205	104,820	May 1974	6724H-4/15,
all-Door	70-Ton	20	HTCX 334-353	26,205	524,100	Feb 1974	6966B-9/13,
all-Door	70-Ton	10	HTCX 403-412	26,205	262,050	Feb 1974	6966C-1/22,
all-Door	70-Ton	3	HTCX 354-356	26,205	78,615	May 1974	6967B-9/28,
all-Door	70-Ton	30	HTCX 357-386	26,205	786,150	Mar 1974	7190-10/23,
all-Door	70-Ton	231	TCAX 20000-20230	26,205	6,053,355	Apr/May 1974	7399-2/15/
all-Door	70-Ton	5	HTCX 387-391	26,205	131,025	Apr 1974	7189-10/23
all-Door	70-Ton	2	DH 28074-28075	26,205	52,410	May 1974	7266-12/7/
all-Door	70-Ton	4	DH 28070-28073	26,205	104,820	May 1974	7266A-2/11
all-Door	70-Ton	6	HTCX 392-397	26,205	157,230	May 1974	7264-12/7/
R-Lo Covered Hpr	4727 Cu.Ft.	75	HTCX 4700-4774	20,990	1,574,250	May 1974	5646D-2/11

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SCHEDULE II TO SECURITY AGREEMENT  
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			O-Operating	F-Financing						
Shley Drew & Northern	5/19/72	1978	0		AD&N 4632-4663	32	\$ 321.00	10472	1047204	6724D-5/25/
"	"	1979	0		AD&N 4664-4667	4	321.00	10472	1047209	6724H-4/3/7
Iaho Forest Ind.	3/7/73	1988	0		HTCX 334-353	20	295.00	11073	1107303	6966B-9/13/
"	"	1989	0		HTCX 403-412	10	295.00	11073	1107304	6966C-1/22/
okane Moulding Corp.	3/14/73	1979	0		HTCX 354-356	3	315.00	11373	1137302	6967B-9/28/
. Regis Paper Co.	8/31/73	1979	0		HTCX 357-386	30	313.00	11573	1157301	7190-10/23/
adian Forest Prod.	2/7/74	1979	0		TCAX 20000-20230	231	315.00	11673	Rider #1	7399-2/15/7
aboard Coast Line	9/10/73	1979	0		HTCX 387-391	5	315.00	11773	1177301	7189-10/23/
operstown & Charlotte	10/10/73	1984	0		DH 28054-28055	2	305.00	11973	1197302	7266A-2/11/
"	10/10/73	1984	0		CACV 1001-1004	4	305.00	11973	1197301	7266-12/7/7
shland Oil	2/18/70	1989	0		HTCX 4700-4774	75	238.00	1969-10-6	1087202	5646D-2/11/
acramento Valley Mldg	10/22/73	1989	0		HTCX 392-397	6	295.00	12073	1207301	7264-12/7/7
<u>Change in Reporting Marks and/or Numbers</u>										
orgia Pacific	8/11/72	1977	0		from NAP to WRWK	25	same	10972	1097204	6726C-4/12/
operstown&Charlotte	10/10/73	1984	0		from CACV to DH 28070 thru 28075	6	same	11973	1197304	7266C-5/29/
<u>Permission to operate in International Service</u>										
Iaho Forest Industries	3/7/73	1989	0		HTCX 403-412	10	same	11073	1107304A	6966D-3/13/

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